

Before the
Federal Communications Commission
Washington, DC 20554

RECEIVED

AUG 29 2003

In re application of)
)
WORLDCOM, INC , and its Subsidiaries as)
DEBTOR IN POSSESSION)
Transferor)
)
AND)
)
MCI, INC , and its Subsidiaries)
Transferee)
)
For consent to transfer of control of licenses and)
authorizations held by WorldCom in bankruptcy)

FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

WC Docket 02-215

To: The Commission

FIRST SUPPLEMENT TO
PETITION TO DENY TRANSFER OF LICENSES,
AUTHORIZATIONS, AND CERTIFICATIONS
OF WORLDCOM, INC.

Margaret F. Snyder, by her attorneys, hereby supplements her petition to deny the above referenced applications for transfer of control of WorldCom, Inc.'s ("WorldCom") licenses, authorizations and certifications.

On August 27, 2003, the State of Oklahoma filed criminal charges against WorldCom and six former employees. A copy of the criminal indictment is attached hereto as Exhibit I. WorldCom and six top managers, Chief Executive Officer Bernard Ebbers, Chief Financial Officer Scott D. Sullivan, Controller David F. Myers, Director of General Accounting Buford T. Yates, Jr., Director of Management Accounting Betty L. Vinson and Director of Legal Accounting Troy M. Normand were charged with 15 felony

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counts of violating the Oklahoma Securities Act. The individual charges each carry up to 10 years imprisonment and a \$10,000 fine.

Oklahoma Attorney General W. A. Drew Edmondson stated, "We allege the company and these six employees executed a scheme to artificially inflate the value of WorldCom stock and bonds by intentionally falsifying information filed with the Securities and Exchange Commission. Securities analysts and the investing public, including the State of Oklahoma, rely on this information when making investment decisions." As detailed in Mrs. Snyder's Petition to Deny, WorldCom was able to maintain and conceal its criminal fraud against an unsuspecting public, by filing knowingly false and misleading reports with the FCC.

The Oklahoma Office of the Attorney General said that it charged WorldCom and its employees because they stood to profit from the fraud. Attorney General Edmondson said, "It is rare that we name a company in a criminal complaint, but in this case it is justified. The decision to commit fraud was a company decision. This is not some rogue employee trying to line his own pockets. This was a conscious decision made for the benefit of the company."

The indictment charges WorldCom and its top management with criminal fraud. All of the counts center upon false information provided to the Securities and Exchange Commission ("SEC") intended to overstate the value of the company. The first five counts allege that WorldCom and its top management in documents filed with the SEC "employed a device, scheme or artifice to defraud." Specifically the indictment alleges that WorldCom and its top management was "well aware" that the false information contained in its Forms 10-K and 10-Q would be relied on by investors. Counts six

through ten allege that WorldCom and its top management, "made untrue statements as to a material fact." The last five counts center on false information provided to the SEC, which were intended to overstate the value of the company. It bears repeating that these same fraudulent journal entries, false information and fraudulent filings were also submitted to the FCC.

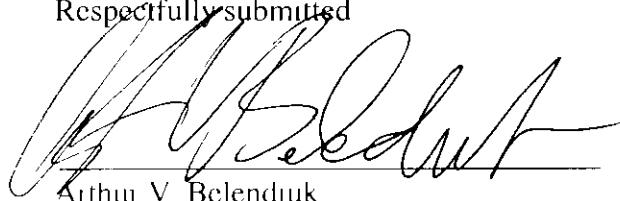
Oklahoma Attorney General Edmondson continued. "By falsifying information, the company looked stronger on paper than it really was. Investors counted on this information when buying WorldCom securities. The company lied. These employees lied. The law was broken. It's just that simple."

WorldCom also lied to the FCC. It knowingly submitted false documentation. It did so, in part, to perpetrate a fraud on investors like Mrs. Snyder. In doing so it used the good offices of the FCC to add credibility to the crime it was committing. Investors had every reason to believe that WorldCom was being truthful with the FCC. Well-established FCC policy requires that if a licensee knowingly lies to the FCC, it will have its licenses revoked. The false reports WorldCom filed with the FCC were part of the "device, scheme or artifice" WorldCom employed to defraud innocent investors.

In summary, WorldCom has lied to the FCC. It has lied to the SEC. It has lied to the public and its shareholders. It has been found liable for civil fraud. Its top management has been convicted or indicted on numerous felony charges, both state and federal. Now WorldCom has been criminally indicted. WorldCom is not qualified to be an FCC licensee. The FCC should commence the process, as expeditiously as possible, of revoking WorldCom's licenses, authorizations and certifications. To do less would not serve the public interest, convenience or necessity.

Respectfully submitted

By

A handwritten signature in black ink, appearing to read 'A. Belendiuk', written over a horizontal line.

Arthur V. Belendiuk

Counsel to Margaret F. Snyder

Smithwick & Belendiuk, P.C.
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(202) 363-4050
August 29, 2003

EXHIBIT 1

IN THE DISTRICT COURT OF OKLAHOMA COUNTY, STATE OF OKLAHOMA

STATE OF OKLAHOMA,)

PLAINTIFF,)

vs)

WORLDCOM, INC.,)

a Georgia corporation,)

FEIN 58-1521612)

BERNARD J. EBBERS,)

DOB 8/27/1941)

SCOTT D. SULLIVAN,)

DOB 9/5/1961)

DAVID F. MYERS,)

DOB 9/3/1957)

BUFORD T. YATES, JR.,)

DOB 6/10/1956)

BETTY L. VINSON,)

DOB 8/27/1955)

and)

TROY M. NORMAND,)

DOB 1/19/1967)

DEFENDANTS)

FELONY INFORMATION

Case No . CF 2003 - _____

COUNT I:

VIOLETING THE OKLAHOMA SECURITIES ACT

71 O S § 101 (1) (FELONY)

COUNT II:

VIOLETING THE OKLAHOMA SECURITIES ACT

71 O S § 101 (1) (FELONY)

COUNT III:

VIOLATING THE OKLAHOMA SECURITIES ACT
71 O S § 101 (1) (FELONY)

COUNT IV:

VIOLATING THE OKLAHOMA SECURITIES ACT
71 O S § 101 (1) (FELONY)

COUNT V:

VIOLATING THE OKLAHOMA SECURITIES ACT
71 O S § 101 (1) (FELONY)

COUNT VI:

VIOLATING THE OKLAHOMA SECURITIES ACT
71 O.S. § 101 (2) (FELONY)

COUNT VII:

VIOLATING THE OKLAHOMA SECURITIES ACT
71 O S. § 101 (2) (FELONY)

COUNT VIII:

VIOLATING THE OKLAHOMA SECURITIES ACT
71 O.S. § 101 (2) (FELONY)

COUNT IX:

VIOLATING THE OKLAHOMA SECURITIES ACT
71 O S § 101 (2) (FELONY)

COUNT X:

VIOLATING THE OKLAHOMA SECURITIES ACT
71 O S. § 101 (2) (FELONY)

COUNT XI:

VIOLATING THE OKLAHOMA SECURITIES ACT
71 O S § 101 (3) (FELONY)

COUNT XII:

VIOLATING THE OKLAHOMA SECURITIES ACT
71 O.S. § 101 (3) (FELONY)

COUNT XIII:

VIOLATING THE OKLAHOMA SECURITIES ACT
71 O S § 101 (3) (FELONY)

COUNT XIV:

**VIOLATING THE OKLAHOMA SECURITIES ACT
71 O.S. § 101 (3) (FELONY)**

COUNT XV:

**VIOLATING THE OKLAHOMA SECURITIES ACT
71 O.S. § 101 (3) (FELONY)**

In the name and by the authority of the State of Oklahoma.

COMES NOW W A DREW EDMONDSON, the duly elected, qualified and acting ATTORNEY GENERAL in and for the State of Oklahoma, and on his official oath informs the District Court that

COUNT I:

**VIOLATING THE OKLAHOMA SECURITIES ACT
71 O.S. § 101 (1)**

On or about the months of January, February and/or March of 2001, in connection with the offer, purchase, or sale of Defendant WORLDCOM, INC.'s securities, the Defendants, WORLDCOM, INC., BERNARD J EBBERS, SCOTT D SULLIVAN, CPA, DAVID F. MYERS, CPA, BUFORD T YATES, JR, CPA, BETTY L VINSON, CPA and TROY D NORMAND, who were at all times relevant hereto, employees of Defendant WORLDCOM, INC., directly, and/or indirectly, willfully employed a device, scheme or artifice to defraud investors in the State of Oklahoma and in Oklahoma County in violation of 71 O.S. § 101(1), and against the peace and dignity of the State of Oklahoma, to wit the Defendants, WORLDCOM, INC, BERNARD J. EBBERS, SCOTT D SULLIVAN, DAVID F MYERS, BUFORD T YATES, JR., BETTY L VINSON and TROY D. NORMAND, caused, directed or allowed certain major operating expenses to be capitalized, and caused, directed or allowed said expenses to be materially understated and income to be materially overstated for the fiscal year ended December 31, 2000 in Defendant WORLDCOM, INC 's publicly available 10-K statement filed with the SEC on the 30th day of March, 2001 (amended on the 26th day of April, 2001) Defendant EBBERS was at all times relevant the Chief Executive Officer and a member of the Board of Directors of Defendant WORLDCOM, INC. In preparation of the financial statements that were ultimately reflected in the 10-K statement referenced above, Defendant SULLIVAN instructed Defendant MYERS, who in turn directly or indirectly instructed Defendants YATES, VINSON and NORMAND, to make journal entries crediting certain expense accounts. To make these entries balance on Defendant WORLDCOM, INC.'s general ledger, Defendant SULLIVAN instructed Defendant MYERS, who in turn directly or indirectly instructed Defendants YATES, VINSON and NORMAND, to debit, in amounts corresponding to the expense credits, various reserve and capital accounts on Defendant WORLDCOM, INC 's balance sheet Neither Defendant SULLIVAN, nor Defendant MYERS provided Defendants YATES, VINSON or NORMAND with any supporting documentation or any proper business rationale for the entries.

There was no justification in fact or under Generally Accepted Accounting Principles (hereinafter "GAAP"), for the entries. Further, the Defendants were well aware that 1) the results of these entries would be reflected in the 10-K which was required by federal law to be filed with the SEC, 2) the information contained in the 10-K would be used by investors in the State of Oklahoma and Oklahoma County during the course of the offer, purchase or sale of Defendant WORLDCOM, INC.'s securities; and 3) such investors in the State of Oklahoma and Oklahoma County, would be defrauded by the information contained in the 10-K by the offer, purchase or sale of Defendant WORLDCOM, INC.'s securities at artificially inflated prices.

COUNT II:
VIOLATING THE OKLAHOMA SECURITIES ACT
71 O.S. § 101 (1)

On or about the months of April and/or May of 2001, in connection with the offer, purchase, or sale of Defendant WORLDCOM, INC.'s securities, the Defendants, WORLDCOM, INC., BERNARD J. EBBERS, SCOTT D. SULLIVAN, CPA, DAVID F. MYERS, CPA, BUFORD T. YATES, JR., CPA, BETTY L. VINSON, CPA and TROY D. NORMAND, who were at all times relevant hereto, employees of WORLDCOM, INC., directly, and/or indirectly, willfully employed a device, scheme or artifice to defraud investors in the State of Oklahoma and Oklahoma County in violation of 71 O.S. § 101(1), and against the peace and dignity of the State of Oklahoma, to wit: the Defendants, WORLDCOM, INC., BERNARD J. EBBERS, SCOTT D. SULLIVAN, DAVID F. MYERS, BUFORD T. YATES, JR., BETTY L. VINSON and TROY D. NORMAND, caused, directed or allowed certain major operating expenses to be improperly capitalized, and caused, directed or allowed said expenses to be materially understated and income to be materially overstated for the quarter ending March 31, 2001. The Defendants, WORLDCOM, INC., BERNARD J. EBBERS, SCOTT D. SULLIVAN, DAVID F. MYERS, BUFORD T. YATES, JR., BETTY L. VINSON and TROY D. NORMAND, reported reduced expenses and increased earnings in Defendant WORLDCOM, INC.'s publicly available 10-Q statement filed with the SEC on the 15th day of May, 2001. In preparation of the financial statements that were ultimately reflected in the 10-Q statement referenced above, Defendant SULLIVAN instructed Defendant MYERS, who in turn directly or indirectly instructed Defendants YATES, VINSON and NORMAND, to make journal entries crediting certain expense accounts. To make these entries balance on Defendant WORLDCOM, INC.'s general ledger, Defendant SULLIVAN instructed Defendant MYERS, who in turn directly or indirectly instructed Defendants YATES, VINSON and NORMAND, to debit, in amounts corresponding to the expense credits, various reserve and capital accounts on Defendant WORLDCOM, INC.'s balance sheet. Neither Defendant SULLIVAN, nor Defendant MYERS provided Defendants YATES, VINSON or NORMAND with any supporting documentation or any proper business rationale for the entries. There was no justification in fact or under GAAP for the entries. Further, the Defendants were well aware that 1) the results of entries would be reflected in the 10-Q which was required by federal law to be filed with the SEC, 2) the information contained in the 10-Q would be used by investors in the State of Oklahoma and Oklahoma County during the course of the offer, purchase or sale of Defendant WORLDCOM, INC.'s securities; and 3) such

investors in the State of Oklahoma and Oklahoma County, would be defrauded by the information contained in the 10-Q by the offer, purchase or sale of Defendant WORLDCOM, INC.'s securities at artificially inflated prices

COUNT III:

VIOLATING THE OKLAHOMA SECURITIES ACT

71 O.S. § 101 (1)

On or about the months of July and/or August 2001, in connection with the offer, purchase, or sale of Defendant WORLDCOM, INC.'s securities, the Defendants, WORLDCOM, INC., BERNARD J. EBBERS, SCOTT D. SULLIVAN, CPA, DAVID F. MYERS, CPA, BUFORD T. YATES, JR., CPA, BETTY L. VINSON, CPA and TROY D. NORMAND, who were at all times relevant hereto, employees of WORLDCOM, INC., directly, and/or indirectly, willfully employed a device, scheme or artifice to defraud investors in the State of Oklahoma and in Oklahoma County in violation of 71 O.S. § 101(1), and against the peace and dignity of the State of Oklahoma, to wit: the Defendants, WORLDCOM, INC., BERNARD J. EBBERS, SCOTT D. SULLIVAN, DAVID F. MYERS, BUFORD T. YATES, JR., BETTY L. VINSON and TROY D. NORMAND, caused, directed or allowed certain major operating expenses to be improperly capitalized, and caused, directed or allowed said expenses to be materially understated and income to be materially overstated for the quarter ending June 30, 2001. The Defendants, WORLDCOM, INC., BERNARD J. EBBERS, SCOTT D. SULLIVAN, DAVID F. MYERS, BUFORD T. YATES, JR., BETTY L. VINSON and TROY D. NORMAND, reported reduced expenses and increased earnings in Defendant WORLDCOM, INC.'s publicly available 10-Q statement filed with the SEC on the 14th day of August, 2001. In preparation of the financial statements that were ultimately reflected in the 10-Q statement referenced above, Defendant SULLIVAN instructed Defendant MYERS, who in turn directly or indirectly instructed Defendants YATES, VINSON and NORMAND, to make journal entries crediting certain expense accounts. To make these entries balance on Defendant WORLDCOM, INC.'s general ledger, Defendant SULLIVAN instructed Defendant MYERS, who in turn directly or indirectly instructed Defendants YATES, VINSON and NORMAND, to debit, in amounts corresponding to the expense credits, various reserve and capital accounts on Defendant WORLDCOM, INC.'s balance sheet. Neither Defendant SULLIVAN, nor Defendant MYERS provided Defendants YATES, VINSON or NORMAND with any supporting documentation or any proper business rationale for the entries. There was no justification in fact or under GAAP for these entries. Further, the Defendants were well aware that 1) the results of entries would be reflected in the 10-Q which was required by federal law to be filed with the SEC; 2) the information contained in the 10-Q would be used by investors in the State of Oklahoma and Oklahoma County during the course of the offer, purchase or sale of Defendant WORLDCOM, INC.'s securities, and 3) such investors in the State of Oklahoma and Oklahoma County would be defrauded by the information contained in the 10-Q by the offer, purchase or sale of Defendant WORLDCOM, INC.'s securities at artificially inflated prices.

COUNT IV:

VIOLATING THE OKLAHOMA SECURITIES ACT

71 O.S. § 101 (1)

On or about the months of October and/or November, 2001, in connection with the offer, purchase, or sale of Defendant WORLDCOM, INC 's securities, the Defendants, WORLDCOM, INC , BERNARD J EBBERS, SCOTT D SULLIVAN , CPA, DAVID F. MYERS , CPA, BUFORD T. YATES, JR , CPA, BETTY L VINSON , CPA and TROY D. NORMAND, who were at all times relevant hereto, employees of WORLDCOM, INC , directly, and/or indirectly, willfully employed a device, scheme or artifice to defraud investors in the State of Oklahoma and in Oklahoma County in violation of 71 O.S. § 101(1), and against the peace and dignity of the State of Oklahoma, to wit: the Defendants, WORLDCOM, INC , BERNARD J EBBERS, SCOTT D SULLIVAN, DAVID F. MYERS, BUFORD T. YATES, JR , BETTY L VINSON and TROY D. NORMAND, caused, directed or allowed certain major operating expenses to be improperly capitalized, and caused, directed or allowed said expenses to be materially understated and income to be materially overstated for the quarter ending September 30, 2001. The Defendants, WORLDCOM, INC , BERNARD J EBBERS, SCOTT D SULLIVAN, DAVID F. MYERS, BUFORD T. YATES, JR , BETTY L VINSON and TROY D. NORMAND, reported reduced expenses and increased earnings in Defendant WORLDCOM, INC 's publicly available 10-Q statement filed with the SEC on the 14th day of November, 2001. In preparation of the financial statements that were ultimately reflected in the 10-Q statement referenced above, Defendant SULLIVAN instructed Defendant MYERS, who in turn directly or indirectly instructed Defendants YATES, VINSON and NORMAND, to make journal entries crediting certain expense accounts. To make these entries balance on Defendant WORLDCOM, INC 's general ledger, Defendant SULLIVAN instructed Defendant MYERS, who in turn directly or indirectly instructed Defendants YATES, VINSON and NORMAND, to debit, in amounts corresponding to the expense credits, various reserve and capital accounts on Defendant WORLDCOM, INC 's balance sheet. Neither Defendant SULLIVAN, nor Defendant MYERS provided Defendants YATES, VINSON or NORMAND with any supporting documentation or any proper business rationale for the entries. There was no justification in fact or under GAAP for the entries. Further, the Defendants were well aware that 1) the results of entries would be reflected in the 10-Q which was required by federal law to be filed with the SEC; 2) the information contained in the 10-Q would be used by investors in the State of Oklahoma and Oklahoma County during the course of the offer, purchase or sale of Defendant WORLDCOM, INC.'s securities, and 3) such investors in the State of Oklahoma and Oklahoma County would be defrauded by the information contained in the 10-Q by the offer, purchase or sale of Defendant WORLDCOM, INC.'s securities at artificially inflated prices.

COUNT V

VIOLATING THE OKLAHOMA SECURITIES ACT

71 O.S. § 101 (1)

On or about the months of January, February and/or March of 2002, in connection with the offer, purchase, or sale of Defendant WORLDCOM, INC 's securities, the Defendants, WORLDCOM, INC., BERNARD J EBBERS, SCOTT D SULLIVAN , CPA, DAVID F. MYERS , CPA, BUFORD T. YATES , CPA, JR , BETTY L VINSON , CPA and TROY D. NORMAND, who were

at all times relevant hereto, employees of Defendant WORLDCOM, INC , directly, and/or indirectly, willfully employed a device, scheme or artifice to defraud in violation of 71 O S § 101(1), and against the peace and dignity of the State of Oklahoma, to wit The Defendants, WORLDCOM, INC , BERNARD J EBBERS, SCOTT D SULLIVAN, DAVID F. MYERS, BUFORD T. YATES, JR , BETTY L. VINSON and TROY D NORMAND, reported reduced expenses and increased earnings in Defendant WORLDCOM, INC 's publicly available 10-K statement filed with the SEC on the 13th day of March, 2002. In preparation of the financial statements that were ultimately reflected in the 10-K statement referenced above, Defendant SULLIVAN instructed Defendant MYERS, who in turn directly or indirectly instructed Defendants YATES, VINSON and NORMAND, to make journal entries crediting certain expense accounts. To make these entries balance on Defendant WORLDCOM, INC 's general ledger, Defendant SULLIVAN instructed Defendant MYERS, who in turn directly or indirectly instructed Defendants YATES, VINSON and NORMAND, to debit, in amounts corresponding to the expense credits, various reserve and capital accounts on Defendant WORLDCOM, INC 's balance sheet. Neither Defendant SULLIVAN, nor Defendant MYERS provided Defendants YATES, VINSON or NORMAND with any supporting documentation or any proper business rationale for the entries. There was no justification in fact or under GAAP for the entries. Further, the Defendants were well aware that 1) the results of entries would be reflected in the 10-K which was required by federal law to be filed with the SEC, 2) the information contained in the 10-K would be relied upon by investors in the State of Oklahoma and Oklahoma County during the course of the offer, purchase or sale of Defendant WORLDCOM, INC 's securities, and 3) such investors in the State of Oklahoma and Oklahoma County, in reliance thereon, would be defrauded by the information contained in the 10-K by the offer, purchase or sale of Defendant WORLDCOM, INC 's securities at artificially inflated prices.

COUNT VI
VIOLATING THE OKLAHOMA SECURITIES ACT
71 O.S. § 101 (2)

On or about the months of January, February, March and/or April, 2001, in connection with the offer, sale, or purchase of Defendant WORLDCOM's securities, the Defendants, WORLDCOM, INC., BERNARD J EBBERS, SCOTT D. SULLIVAN , CPA, DAVID F MYERS , CPA, BUFORD T. YATES, JR , CPA, BETTY L. VINSON , CPA and TROY D. NORMAND, who were at all times relevant hereto, employees of Defendant WORLDCOM, INC., willfully, directly or indirectly, made an untrue statement of material fact or omitted a material fact which was necessary in order to make the statement made, in the light of the circumstances under which it was made, not misleading in violation of in violation of 71 O S § 101(2), and against the peace and dignity of the State of Oklahoma, to wit. The Defendants, WORLDCOM, INC , BERNARD J. EBBERS, SCOTT D SULLIVAN, DAVID F. MYERS, BUFORD T. YATES, JR , BETTY L. VINSON and TROY D NORMAND, caused, directed or allowed the reporting of reduced expenses and increased earnings in Defendant WORLDCOM, INC.'s publicly available 10-K statement for the year ending December 31st, 2000 filed with the Securities and Exchange Commission on the 30th day of March, 2001 and amended on the 26th day of April, 2001. 10-K statements are, and have historically been, relied upon by the investing public including the investing public of the State of Oklahoma and Oklahoma

County. In preparation of the financial statements that were ultimately reflected in the 10-K filing referenced above, Defendant SULLIVAN instructed Defendant MYERS, who in turn directly or indirectly instructed Defendants YATES, VINSON and NORMAND, to make journal entries crediting certain expense accounts. To make these entries balance on Defendant WORLDCOM, INC.'s general ledger, Defendant SULLIVAN instructed Defendant MYERS, who in turn directly or indirectly instructed Defendants YATES, VINSON and NORMAND, to debit, in amounts corresponding to the expense credits, various reserve and/or capital accounts on Defendant WORLDCOM, INC.'s balance sheet. Neither Defendant SULLIVAN, nor Defendant MYERS provided Defendants YATES, VINSON or NORMAND with any supporting documentation or any proper business rationale for the entries. Pursuant to GAAP, as well as historic accounting practices of Defendant WORLDCOM, INC., costs associated with the lease of telecommunication lines of other carriers which were credited as capital expenses should have been debited against current expenses. There was no justification in fact or under GAAP for the entries which were untrue statements of material fact which were false and misleading.

COUNT VII
VIOLATING THE OKLAHOMA SECURITIES ACT
71 O.S. § 101 (2)

On or about the months of April and/or May of 2001, in connection with the offer, sale, or purchase of Defendant WORLDCOM's securities, the Defendants, WORLDCOM, INC., BERNARD J. EBBERS, SCOTT D. SULLIVAN, CPA, DAVID F. MYERS, CPA, BUFORD T. YATES, JR., CPA, BETTY L. VINSON, CPA and TROY D. NORMAND, who were at all times relevant hereto, employees of Defendant WORLDCOM, INC., willfully, directly or indirectly, made an untrue statement of a material fact or omitted to state a material fact necessary in order to make the statement made, in the light of the circumstances under which it was made, not misleading in violation of 71 O.S. § 101(2), and against the peace and dignity of the State of Oklahoma, to wit: The Defendants, WORLDCOM, INC., BERNARD J. EBBERS, SCOTT D. SULLIVAN, DAVID F. MYERS, BUFORD T. YATES, JR., BETTY L. VINSON and TROY D. NORMAND, caused, directed or allowed the reporting of reduced expenses and increased earnings in Defendant WORLDCOM, INC.'s publicly available 10-Q statement for the quarter ending March 31, 2001 filed with the Securities and Exchange Commission on the 15th day of May, 2002. 10-Q statements are, and have historically been, relied upon by the investing public including the investing public of the State of Oklahoma and Oklahoma County. In preparation of the financial statements that were ultimately reflected in the 10-Q filing referenced above, Defendant SULLIVAN instructed Defendant MYERS, who in turn directly or indirectly instructed Defendants YATES, VINSON and NORMAND, to make journal entries crediting certain expense accounts. To make these entries balance on Defendant WORLDCOM, INC.'s general ledger, Defendant SULLIVAN instructed Defendant MYERS, who in turn directly or indirectly instructed Defendants YATES, VINSON and NORMAND, to debit, in amounts corresponding to the expense credits, various reserve and/or capital accounts on Defendant WORLDCOM, INC.'s balance sheet. Neither Defendant SULLIVAN, nor Defendant MYERS provided Defendants YATES, VINSON or NORMAND with any supporting documentation or any proper business rationale for the entries. Pursuant to GAAP,

as well as historic accounting practices of Defendant WORLDCOM, INC , costs associated with the lease of telecommunication lines of other carriers which were credited as capital expenses should have been debited against current expenses. There was no justification in fact or under GAAP for the entries which were untrue statements of material fact which were false and misleading.

COUNT VIII
VIOLATING THE OKLAHOMA SECURITIES ACT
71 O.S. § 101 (2)

On or about the months of July and/or August of 2001, in connection with the offer, sale, or purchase of Defendant WORLDCOM, INC 's securities, the Defendants, WORLDCOM, INC , BERNARD J. EBBERS, SCOTT D SULLIVAN , CPA, DAVID F MYERS , CPA, BUFORD T YATES, JR , CPA, BETTY L VINSON , CPA and TROY D NORMAND, who were at all times relevant hereto, employees of Defendant WORLDCOM, INC , willfully, directly or indirectly, made an untrue statement of a material fact or omitted to state a material fact necessary in order to make the statement made, in the light of the circumstances under which it was made, not misleading, in violation of 71 O.S. § 101(2), and against the peace and dignity of the State of Oklahoma, to wit: The Defendants, WORLDCOM, INC , BERNARD J. EBBERS, SCOTT D SULLIVAN, DAVID F MYERS, BUFORD T YATES, JR , BETTY L. VINSON and TROY D. NORMAND, caused, directed or allowed the reporting of reduced expenses and increased earnings in Defendant WORLDCOM, INC 's publicly available 10-Q statement for the quarter ending June 30, 2001 filed with the Securities and Exchange Commission on the 14th day of August, 2001. Such statements are, and have historically been, relied upon by the investing public including the investing public of the State of Oklahoma and Oklahoma County. In preparation of the financial statements that were ultimately reflected in the 10-Q filing referenced above, Defendant SULLIVAN instructed Defendant MYERS, who in turn directly or indirectly instructed Defendants YATES, VINSON and NORMAND, to make journal entries crediting certain expense accounts. To make these entries balance on Defendant WORLDCOM, INC 's general ledger, Defendant SULLIVAN instructed Defendant MYERS, who in turn directly or indirectly instructed Defendants YATES, VINSON and NORMAND, to debit, in amounts corresponding to the expense credits, various reserve and/or capital accounts on Defendant WORLDCOM, INC 's balance sheet. Neither Defendant SULLIVAN, nor Defendant MYERS provided Defendants YATES, VINSON or NORMAND with any supporting documentation or any proper business rationale for the entries. Pursuant to GAAP, as well as historic accounting practices of Defendant WORLDCOM, INC , costs associated with the lease of telecommunication lines of other carriers which were credited as capital expenses should have been debited against current expenses. There was no justification in fact or under GAAP for the entries which were untrue statements of material fact which were false and misleading.

COUNT IX
VIOLATING THE OKLAHOMA SECURITIES ACT
71 O.S. § 101 (2)

On or about the months of October and November of 2001, in connection with the offer, sale, or

purchase of Defendant WORLDCOM, INC 's securities, the Defendants, WORLDCOM, INC , BERNARD J EBBERS, SCOTT D SULLIVAN , CPA, DAVID F. MYERS , CPA, BUFORD T YATES, JR , CPA, BETTY L. VINSON , CPA and TROY D. NORMAND, who were at all times relevant hereto, employees of Defendant WORLDCOM, INC., willfully, directly or indirectly, made an untrue statement of a material fact or omitted to state a material fact necessary in order to make the statement made, in the light of the circumstances under which it was made, not misleading in violation of 71 O S § 101(2), and against the peace and dignity of the State of Oklahoma, to wit: The Defendants, WORLDCOM, INC , BERNARD J EBBERS, SCOTT D SULLIVAN, DAVID F MYERS, BUFORD T. YATES, JR , BETTY L. VINSON and TROY D NORMAND caused, directed or allowed the reporting of reduced expenses and increased earnings in Defendant WORLDCOM, INC 's publicly available 10-Q statement for the quarter ending June 30, 2001 filed with the Securities and Exchange Commission on the 14th day of November, 2001. 10-Q statements are, and have historically been, relied upon by the investing public including the investing public of the State of Oklahoma and Oklahoma County. In preparation of the financial statements that were ultimately reflected in the 10-Q filing referenced above, Defendant SULLIVAN instructed Defendant MYERS, who in turn directly or indirectly instructed Defendants YATES, VINSON and NORMAND, to make journal entries crediting certain expense accounts. To make these entries balance on Defendant WORLDCOM, INC 's general ledger, Defendant SULLIVAN instructed Defendant MYERS, who in turn directly or indirectly instructed Defendants YATES, VINSON and NORMAND, to debit, in amounts corresponding to the expense credits, various reserve and/or capital accounts on Defendant WORLDCOM, INC 's balance sheet. Neither Defendant SULLIVAN, nor Defendant MYERS provided Defendants YATES, VINSON or NORMAND with any supporting documentation or any proper business rationale for the entries. Pursuant to GAAP, as well as historic accounting practices of Defendant WORLDCOM, INC., costs associated with the lease of telecommunication lines of other carriers which were credited as capital expenses should have been debited against current expenses. There was no justification in fact or under GAAP for the entries which were untrue statements of material fact which were false and misleading.

COUNT X
VIOLATING THE OKLAHOMA SECURITIES ACT
71 O.S. § 101 (2)

On or about the months of January, February March and/or April of 2001, in connection with the offer, sale, or purchase of Defendant WORLDCOM, INC.'s securities, the Defendants, WORLDCOM, INC , BERNARD J. EBBERS, SCOTT D. SULLIVAN, CPA, DAVID F. MYERS, CPA, BUFORD T. YATES, JR , CPA, BETTY L. VINSON , CPA and TROY D. NORMAND, who were at all times relevant hereto, employees of Defendant WORLDCOM, INC , willfully, directly or indirectly, made an untrue statement of a material fact or omitted to state a material fact necessary in order to make the statement made, in the light of the circumstances under which it was made, not misleading, in violation of 71 O S § 101(2), and against the peace and dignity of the State of Oklahoma, to wit: The Defendants, WORLDCOM, INC , BERNARD J EBBERS, SCOTT D SULLIVAN, DAVID F MYERS, BUFORD T YATES, JR , BETTY L. VINSON and TROY D. NORMAND, caused, directed or allowed the reporting of reduced expenses and increased earnings

in Defendant WORLDCOM, INC.'s publicly available 10-K statement filed with the Securities and Exchange Commission on the 13th day of March, 2002. 10-K statements are, and have historically been, relied upon by the investing public including the investing public of the State of Oklahoma and Oklahoma County. In preparation of the financial statements that were ultimately reflected in the 10-K filing referenced above, Defendant SULLIVAN instructed Defendant MYERS, who in turn directly or indirectly instructed Defendants YATES, VINSON and NORMAND, to make journal entries crediting certain expense accounts. To make these entries balance on Defendant WORLDCOM, INC.'s general ledger, Defendant SULLIVAN instructed Defendant MYERS, who in turn directly or indirectly instructed Defendants YATES, VINSON and NORMAND, to debit, in amounts corresponding to the expense credits, various reserve and/or capital accounts on Defendant WORLDCOM, INC.'s balance sheet. Neither Defendant SULLIVAN, nor Defendant MYERS provided Defendants YATES, VINSON or NORMAND with any supporting documentation or any proper business rationale for the entries. Pursuant to GAAP, as well as historic accounting practices of Defendant WORLDCOM, INC., costs associated with the lease of telecommunication lines of other carriers which were credited as capital expenses should have been debited against current expenses. There was no justification in fact or under GAAP for the entries which were untrue statements of material fact which were false and misleading.

COUNT XI

VIOLATING THE OKLAHOMA SECURITIES ACT

71 O.S. § 101 (3)

On or about the months of January, February, March and/or April of 2001, the Defendants, WORLDCOM, INC., BERNARD J. EBBERS, SCOTT D. SULLIVAN, CPA, DAVID F. MYERS, CPA, BUFORD T. YATES, JR., CPA, BETTY L. VINSON, CPA and TROY D. NORMAND, who were at all times relevant hereto, employees of Defendant WORLDCOM, INC., in connection with the offer, sale, or purchase of any security, willfully, directly or indirectly, engaged in an act, practice, or course of business which operated or would operate as a fraud or deceit upon any person in violation of 71 O.S. § 101(3), and against the peace and dignity of the State of Oklahoma, to wit: The Defendants, WORLDCOM, INC., BERNARD J. EBBERS, SCOTT D. SULLIVAN, DAVID F. MYERS, BUFORD T. YATES, JR., BETTY L. VINSON and TROY D. NORMAND, directly, and/or indirectly, caused, directed or allowed the employment of a scheme to defraud investors of the State of Oklahoma, and Oklahoma County, by reporting reduced expenses and increased earnings in Defendant WORLDCOM, INC.'s publicly available 10-K statement for the year ending December 31, 2000 filed with the Securities and Exchange Commission on the 30th day of March, 2001 and amended on the 26th day of April, 2001. In preparation of the financial statements that were ultimately reflected in the 10-K statement referenced above, Defendant SULLIVAN instructed Defendant MYERS, who in turn directly or indirectly instructed Defendants YATES, VINSON and NORMAND, to make journal entries crediting certain expense accounts. To make these entries balance on Defendant WORLDCOM's general ledger, Defendant SULLIVAN instructed Defendant MYERS, who in turn directly or indirectly instructed Defendants YATES, VINSON and NORMAND, to debit, in amounts corresponding to the expense credits, various reserve and capital accounts on Defendant WORLDCOM, INC.'s balance sheet. Neither Defendant SULLIVAN, nor

Defendant MYERS provided Defendants YATES, VINSON or NORMAND with any supporting documentation or any proper business rationale for the entries. There was no justification in fact or under GAAP for the entries. Further, the Defendants were well aware that 1) the results of entries would be reflected in the 10-K annual report which was required by federal law to be the Securities and Exchange Commission, 2) the information contained in the 10-K would be used by investors in the State of Oklahoma and Oklahoma County during the course of the offer, purchase or sale of Defendant WORLDCOM, INC.'s securities, and 3) such investors would be deceived by the information contained in the 10-K by the offer, purchase or sale of Defendant WORLDCOM, INC.'s securities at artificially inflated prices.

COUNT XII

VIOLATING THE OKLAHOMA SECURITIES ACT

71 O.S. § 101 (3)

On or about the months of April and/or May of 2001, the Defendants, WORLDCOM, INC., BERNARD J. EBBERS, SCOTT D. SULLIVAN, CPA, DAVID F. MYERS, CPA, BUFORD T. YATES, JR., CPA, BETTY L. VINSON, CPA and TROY D. NORMAND, who were at all times relevant hereto, employees of Defendant WORLDCOM, INC., in connection with the offer, sale, or purchase of any security, willfully, directly or indirectly, engaged in an act, practice, or course of business which operated or would operate as a fraud or deceit upon any person in violation of 71 O.S. § 101(3), and against the peace and dignity of the State of Oklahoma, to wit: The Defendants, WORLDCOM, INC., BERNARD J. EBBERS, SCOTT D. SULLIVAN, DAVID F. MYERS, BUFORD T. YATES, JR., BETTY L. VINSON and TROY D. NORMAND, caused, directed or allowed the reporting of reduced expenses and increased earnings in Defendant WORLDCOM, INC.'s publicly available 10-Q statement for the quarter ending March 31, 2001 filed with the Securities and Exchange Commission on the 15th day of May, 2001. In preparation of the financial statements that were ultimately reflected in the 10-Q statement referenced above, Defendant SULLIVAN instructed Defendant MYERS, who in turn directly or indirectly instructed Defendants YATES, VINSON and NORMAND, to make journal entries crediting certain expense accounts. To make these entries balance on Defendant WORLDCOM, INC.'s general ledger, Defendant SULLIVAN instructed Defendant MYERS, who in turn directly or indirectly instructed Defendants YATES, VINSON and NORMAND, to debit, in amounts corresponding to the expense credits, various reserve and capital accounts on Defendant WORLDCOM, INC.'s balance sheet. Neither Defendant SULLIVAN, nor Defendant MYERS provided Defendants YATES, VINSON or NORMAND with any supporting documentation or any proper business rationale for the entries. There was no justification in fact or under GAAP for the entries. Further, the Defendants were well aware that 1) the results of entries would be reflected in the 10-Q quarterly report which was required by federal law to be the Securities and Exchange Commission; 2) the information contained in the 10-Q would be used by investors in the State of Oklahoma and Oklahoma County during the course of the offer, purchase or sale of Defendant WORLDCOM, INC.'s securities; and 3) such investors would be deceived by the information contained in the 10-Q by the offer, purchase or sale of Defendant WORLDCOM, INC.'s securities at artificially inflated prices.

COUNT XIII
VIOLATING THE OKLAHOMA SECURITIES ACT
71 O.S. § 101 (3)

On or about the months of July and/or August of 2001, the Defendants, WORLDCOM, INC , BERNARD J. EBBERS, SCOTT D. SULLIVAN , CPA, DAVID F. MYERS , CPA, BUFORD T. YATES, JR , CPA, BETTY L. VINSON , CPA and TROY D. NORMAND, who were at all times relevant hereto, employees of Defendant WORLDCOM, INC., in connection with the offer, sale, or purchase of any security, willfully, directly or indirectly, engaged in an act, practice, or course of business which operated or would operate as a fraud or deceit upon any person in violation of 71 O.S. § 101(3), and against the peace and dignity of the State of Oklahoma, to wit. The Defendants, WORLDCOM, INC , BERNARD J. EBBERS, SCOTT D. SULLIVAN, DAVID F. MYERS, BUFORD T. YATES, JR , BETTY L. VINSON and TROY D. NORMAND, reported reduced expenses and increased earnings in Defendant WORLDCOM, INC 's publicly available 10-Q statement for the quarter ending June 30, 2001 filed with the Securities and Exchange Commission on the 14th day of August, 2001. In preparation of the financial statements that were ultimately reflected in the 10-Q statement referenced above, Defendant SULLIVAN instructed Defendant MYERS, who in turn directly or indirectly instructed Defendants YATES, VINSON and NORMAND, to make journal entries crediting certain expense accounts. To make these entries balance on Defendant WORLDCOM, INC's general ledger, Defendant SULLIVAN instructed Defendant MYERS, who in turn directly or indirectly instructed Defendants YATES, VINSON and NORMAND, to debit, in amounts corresponding to the expense credits, various reserve and capital accounts on Defendant WORLDCOM, INC.'s balance sheet. Neither Defendant SULLIVAN, nor Defendant MYERS provided Defendants YATES, VINSON or NORMAND with any supporting documentation or any proper business rationale for the entries. There was no justification in fact or under GAAP for the entries. Further, the Defendants were well aware that 1) the results of entries would be reflected in the 10-Q quarterly report which was required by federal law to be the Securities and Exchange Commission, 2) the information contained in the 10-Q would be used by investors in the State of Oklahoma and Oklahoma County during the course of the offer, purchase or sale of Defendant WORLDCOM, INC 's securities; and 3) such investors, in reliance thereon, would be deceived by the information contained in the 10-Q by the offer, purchase or sale Defendant WORLDCOM, INC.'s securities at artificially inflated prices.

COUNT XIV
VIOLATING THE OKLAHOMA SECURITIES ACT
71 O.S. § 101 (3)

On or about the months of October and/or November of 2001, the Defendants, WORLDCOM, INC , BERNARD J. EBBERS, SCOTT D. SULLIVAN , CPA, DAVID F. MYERS , CPA, BUFORD T. YATES, JR , CPA, BETTY L. VINSON , CPA and TROY D. NORMAND, who were at all times relevant hereto, employees of Defendant WORLDCOM, INC , in connection with the offer, sale, or purchase of any security, willfully, directly or indirectly, engaged in an act, practice, or course of business which operated or would operate as a fraud or deceit upon any person in violation of 71

O.S. § 101(3), and against the peace and dignity of the State of Oklahoma, to wit: The Defendants, WORLDCOM, INC., BERNARD J. EBBERS, SCOTT D. SULLIVAN, DAVID F. MYERS, BUFORD T. YATES, JR., BETTY L. VINSON and TROY D. NORMAND, reported reduced expenses and increased earnings in Defendant WORLDCOM, INC.'s publicly available 10-Q statement for the quarter ending September 31, 2001 filed with the Securities and Exchange Commission on the 14th day of November, 2001. In preparation of the financial statements that were ultimately reflected in the 10-Q statement referenced above, Defendant SULLIVAN instructed Defendant MYERS, who in turn directly or indirectly instructed Defendants YATES, VINSON and NORMAND, to make journal entries crediting certain expense accounts. To make these entries balance on Defendant WORLDCOM's general ledger, Defendant SULLIVAN instructed Defendant MYERS, who in turn directly or indirectly instructed Defendants YATES, VINSON and NORMAND, to debit, in amounts corresponding to the expense credits, various reserve and capital accounts on Defendant WORLDCOM, INC.'s balance sheet. Neither Defendant SULLIVAN, nor Defendant MYERS provided Defendants YATES, VINSON or NORMAND with any supporting documentation or any proper business rationale for the entries. There was no justification in fact or under GAAP for the entries. Further, the Defendants were well aware that 1) the results of entries would be reflected in the 10-Q quarterly report which was required by federal law to be the Securities and Exchange Commission; 2) the information contained in the 10-Q would be relied upon by investors in the State of Oklahoma and Oklahoma County during the course of the offer, purchase or sale of Defendant WORLDCOM, INC.'s securities, and 3) such investors, in reliance thereon, would be deceived by the information contained in the 10-Q by offering, purchasing or selling Defendant WORLDCOM, INC.'s securities at artificially inflated prices.

COUNT XV
VIOLATING THE OKLAHOMA SECURITIES ACT
71 O.S. § 101 (3)

On or about the months of January, February and/or March, 2002, the Defendants, WORLDCOM, INC., BERNARD J. EBBERS, SCOTT D. SULLIVAN, CPA, DAVID F. MYERS, CPA, BUFORD T. YATES, JR., CPA, BETTY L. VINSON, CPA and TROY D. NORMAND, who were at all times relevant hereto, employees of Defendant WORLDCOM, INC., in connection with the offer, sale, or purchase of any security, willfully, directly or indirectly, engaged in an act, practice, or course of business which operated or would operate as a fraud or deceit upon any person in violation of 71 O.S. § 101(3), and against the peace and dignity of the State of Oklahoma, to wit: The Defendants, WORLDCOM, INC., BERNARD J. EBBERS, SCOTT D. SULLIVAN, DAVID F. MYERS, BUFORD T. YATES, JR., BETTY L. VINSON and TROY D. NORMAND, caused, directed or allowed the reporting of reduced expenses and increased earnings in Defendant WORLDCOM, INC.'s publicly available 10-K statement filed with the Securities and Exchange Commission on the 13th day of March, 2002. In preparation of the financial statements that were ultimately reflected in the 10-K statement referenced above, Defendant SULLIVAN instructed Defendant MYERS, who in turn directly or indirectly instructed Defendants YATES, VINSON and NORMAND, to make journal entries crediting certain expense accounts. To make these entries balance on Defendant WORLDCOM, INC.'s general ledger, Defendant SULLIVAN instructed

Defendant MYERS, who in turn directly or indirectly instructed Defendants YATES, VINSON and NORMAND, to debit, in amounts corresponding to the expense credits, various reserve and capital accounts on Defendant WORLDCOM, INC.'s balance sheet. Neither Defendant SULLIVAN, nor Defendant MYERS provided Defendants YATES, VINSON or NORMAND with any supporting documentation or any proper business rationale for the entries. There was no justification in fact or under GAAP for the entries. Further, the Defendants were well aware that 1) the results of entries would be reflected in the 10-K annual report which was required by federal law to be the Securities and Exchange Commission, 2) the information contained in the 10-K would be used by investors in the State of Oklahoma and Oklahoma County during the course of the offer, purchase or sale of Defendant WORLDCOM, INC.'s securities; and 3) such investors would be deceived by the information contained in the 10-K by the offer, purchase or sale of Defendant WORLDCOM, INC.'s securities at artificially inflated prices.

I have examined the facts in this case and recommend that warrants be issued this 27th day of August, 2003.

**W.A. DREW EDMONDSON
ATTORNEY GENERAL**

By _____

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Violation & Penalty

COUNTS I - V	71 O.S. § 101 (1)	Not exceeding 10 years and/or Not exceeding \$10,000 fine
COUNTS VI - X	71 O.S. § 101 (2)	Not exceeding 10 years and/or Not exceeding \$10,000 fine
COUNTS XI - XV	71 O.S. § 101 (3)	Not exceeding 10 years and/or Not exceeding \$10,000 fine

STATE OF OKLAHOMA)
) ss
COUNTY OF OKLAHOMA)

Debra C Paz, Assistant Attorney General, being first duly sworn upon oath, states that she has read the within and foregoing Information, knows the contents thereof, and the matters and things therein alleged are true and correct to the best of her knowledge and belief.

DEBRA C PAZ

SUBSCRIBED AND SWORN to before me this 27th day of August, 2003

NOTARY PUBLIC

My Commission Expires

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Expert Witness
To be named at a later date

CERTIFICATE OF SERVICE

I, Sherry L. Schunemann do hereby certify that a copy of the foregoing "First Supplement to Petition to Deny Transfer of Licenses, Authorizations, and Certifications of WorldCom, Inc." was mailed by First Class U.S. Mail, postage prepaid or via email, this 29th day of August, 2003, to the following

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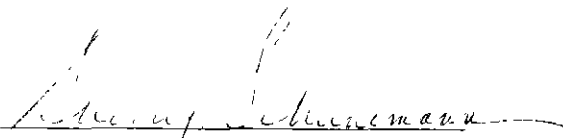
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Sherry L. Schunemann